

PROPOSED PROFFERS BY OWNERS FOR APPLICATION FOR
PROPERTY OF THE VILLAS AT YORKTOWN, L.L.C.
AND VILLA DEVELOPMENT, L.L.C.
Case Number

The undersigned applicants, The Villas at Yorktown, L.L.C, a Virginia limited liability company and Villa Development, L.L.C., a Virginia limited liability company (hereinafter called "Developers") and the current titled owners of the subject property, William A. Ambrose, Joseph R. Ambrose Jr., and Robert Copeland Sheild, (collectively, the "Owners") state that the following conditions are voluntarily proffered for the reclassification of 15.349 acres to Planned Development identified as Villas at Yorktown. The Developers and the Owners hereby voluntarily proffer that the development of the property proposed for reclassification under this application shall be in strict accordance with the conditions set forth below. Where exhibits are referenced in this proffer they are on file with the Planning Division, York County under Application PD- 16-05.

Agreements and Proffers of The Villas at Yorktown

1. Owners Association: All owners of condominium units within the project boundaries by virtue of their ownership shall be members of a unit owners association (the "Association") in accordance with the terms of Article IV, Division 17, of the York County Zoning Ordinance. The articles of incorporation, bylaws, restrictive covenants (together, the "Governing Documents") creating and governing the association shall be submitted to and reviewed by the County Attorney for consistency with said requirements.

Site Design: The components of the proposed project, The Villas at Yorktown, shall be constructed in general conformance to site plan entitled "Master Plan #2 Villas at Yorktown a Planned Development" by C. E. Newbaker Surveying & Planning, Inc. dated 4/18/05, which is occasionally referred to hereafter as "the Site Plan." Site design standards and parameters shall be as follows, unless otherwise specifically noted on the approved concept plan:

- a. The Area = 15.349 acres, density 4.95 units per acre
 - i. Minimum building setback from US Route 17 & Cook Road rights-of-way: 50'
 - ii. Minimum building setback from Falcon Road & Limited Business: 25'
 - iii. Minimum building setback from all internal private streets: 20' feet
 - iv. Minimum building separation: 30' feet
 - v. Maximum building height: 40' feet
 - vi. Minimum drive aisle width: 24' feet
 - vii. Minimum driveway width: 18' feet
 - viii. Minimum building setback from limited business: 25' feet
 - ix. Minimum green area: 40%
3. Age Restriction: Villa Development, L.L.C., will build a senior housing development as defined by the York County Zoning Ordinance.
4. Handicap Units: All living units at The Villas at Yorktown, with the exception of the two story Chateau unit or such units for which the original topography makes it unfeasible,

shall be adaptable at time of construction to the individually physically challenged owner/resident on a room by room basis, which may include, but not be limited to, motion sensor switches, lowered kitchen cabinets, grab-bars in the bathrooms, raised toilet in the master bath, lowered light switches, lowered thermostat, ramp from garage and other amenities as needed, The ability of the owner/resident to pay for individual amenities will determine the extent of the amenities to be provided.

5. **Recreational Amenities:**

On or before the issuance of the twenty fourth (24th) certificate of occupancy in The Villas at Yorktown, or by the end of the fifth (5th) year from the start of construction of The Villas at Yorktown, whichever date occurs earlier, the following recreational amenities shall be completed or bonded by Developers:

- A. Heated swimming pool, of not less than 25 feet by 40 feet (1,000 square feet) in accordance with the site plan.
- B. The putting green and/or horseshoes pits shall be constructed within the area designated for the pool/clubhouse area.
- C. An open area around the pool, which shall contain a minimum of 1,000 square feet.
- D. A furnished clubhouse of approximately 3,000± square feet or more, with an exterior of stone or brick and wood or vinyl or composition materials containing the following amenities:
 - 1 Kitchen
 - 2. Bathrooms for both sexes:
 - 3. Exercise room with quality exercise equipment;
 - 4. Community room with gas fireplace, pool table and other amenities for the residents;
 - 5. Office space for Condominium Association; and
 - 6. Lounge chairs and tables with chairs around the pool area,

6. **Fence and Entrance Feature:** Developers will install a four-foot high black metal picket fence with brick columns placed approximately 64'± apart that will bound The Villas at Yorktown on Route 17, Falcon Drive and Cook Road. A four-foot high black metal picket fence without brick columns will separate the Villas at Yorktown from the adjacent parcels zoned LB (Limited Business). Colonial style signs with brick columns, in general conformance to the design depicted on the concept plan submitted with this application, will be installed at the entrance on Falcon Drive.

Unit Design: All buildings at The Villas at Yorktown shall be constructed in general conformance to the patented EPMARK Classic and Cathedral Series building plans with exteriors of brick or stone and wood or vinyl or composition materials, all as generally shown in materials which have been provided to the County as part of the rezoning application. Minor adjustments to the EPMARK Series Plans can be made for code or aesthetic reasons as long as the units generally conform, in the opinion of the Zoning Administrator, to the EPMARK building plans referenced herein. Unit mix will be based on individual series demand.

8. **Density:** Maximum gross density of The Villas at Yorktown shall not exceed 4.95 residential units per acre and the absolute maximum number of units in the project shall not exceed seventy-six (76) plus the clubhouse.
9. **Association:** Prior to the conveyance of the first unit, Developer shall record a condominium declaration and bylaws, in the form reviewed and approved by the County Attorney, which shall include the following provisions:
 - A. Swing sets and outdoor play equipment associated with children's activities shall be prohibited.
 - B. No boats, trailers, motor homes, or commercial vehicles may be parked within the residential development for more than 24 hours and only if for loading, unloading, or providing service.
 - C. The swimming pool and clubhouse shall be for the exclusive use of the residents and their guests.
10. **Multi-Purpose Asphalt Path:** Subject to VDOT approval, a six-foot wide multi-purpose asphalt path, (the "Asphalt Path") shall be installed by the Developers within the VDOT right-of-way on Route 17, to connect The Villas at Yorktown with the retail shops proposed at the intersection of Cook Road and Route 17. The Asphalt path shall also run from the entrance on Falcon Road to Route 17. Streetlights will be placed along the path on Route 17 approximately 128'± apart and a footbridge will be built to connect the paths over the drainage ditch that crosses under Route 17. The costs of maintaining the asphalt path and the streetlights shall be borne by The Villas at Yorktown Condominium Association referred to in Proffer #1 above.
11. **Lighting:** All newly installed streetlight/site lighting poles within the development shall be limited to a maximum height of twenty (20) feet. All street and pathway lighting shall be high-pressure sodium type lights.
12. **Buffer:** A twenty-five (25) foot transitional buffer shall be installed between The Villas at Yorktown and the adjacent parcel zoned LB (Limited Business).
13. **Maintenance of Common Areas:** The Association will maintain all common areas in The Villas at Yorktown, including all building exterior facia and roof, all interior streets and driveways, the drainage pond and facilities and the unmanned guardhouse at the community entrance.

14. Architectural Features: The Villa at Yorktown architectural features and colors will be coordinated to be compatible with the proposed Yorktown Waterfront plans.
15. Contribution for Signage on Adjacent Parcels: The Developer agrees to provide the existing businesses located between the retail shops and The Villas at Yorktown an allowance up to Two Thousand Five Hundred Dollars (\$2,500.00) each to construct individual signage that would provide a uniform appearance for all parcels. The signage would be subject to the approved by York County Zoning Administrator. This proffer expires January 1, 2010.
16. Contribution for Signage for Historic Yorktown: The Developer agrees to contribute to York County up to Ten Thousand Dollars (\$10,000) to be used to pay for the installation of promotional signage for Historic Yorktown at the intersection of Cook Road and Route 17 within the VDOT right-of-way, subject to VDOT approval.

THE VILLAS AT YORKTOWN, L.L.C., a Virginia
limited liability company

By: VILLA DEVELOPMENT, L.L.C., a Virginia
limited liability company, Sole Member

By: Cowles M. Spencer 4/22/05
Cowles M. Spencer, Member Date

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limited liability company

By: Cowles M. Spencer 4/22/05
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